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SECRETARY OF SAME
TALL ANASSEE: FLORIGATIZE ANTI: 2

January 27, 2003

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re: Order #: 5773209 SO

Customer Reference 1:

Customer Reference 2: 214 969-2982

Dear Secretary of State, Florida:

Please file the attached:

MSKP Ibis Partners II, L.L.C. (DE)

Registration

Florida

MSKP Ibis Partners II, L.L.C. (DE)

Certificate of Status-Foreign

Florida

MSKP Ibis Partners II, L.L.C. (DE)

Obtain Document - Misc - Certified copy of Application by Foreign LLC

Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615 O3 JAN 27 PM 1: 33
SECRETARY OF STATE
THE VALUE SEEF, FLORIOR

Page 1 of 2

CT CORPORATION

Sincerely,

Ashley A Mitchell Fulfillment Specialist Ashley_Mitchell@cch-lis.com

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660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608-503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: MSKP Ibis Partners II L.L.C. (Name of foreign limited liability company) Delaware 3. Applied For (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4. January 24, 2003 December 31, 2020 (Duration: Year limited liability company will cease to exist or "perpetual") (Date of Organization) January 27, 2003 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 9055 Ibis Blvd. West Palm Beach, FL 33412 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managers are as follows: MSKP Ibis Holdings, L.L.C. 9055 Ibis Blvd. West Palm Beach, FL 33412 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Real estate acquisitions, development and management Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes

an affirmation under the penaltics of perjury that the facts stated herein are true.)

SEE SIGNATURE PAGE ATTACHED

Typed or printed name of signee

MSKP IBIS PARTNERS II, C.C.C.

Application for Authorization to Transact Business in Florida

Signature Page

MSKP IBIS HOLDINGS, L.L.C., a Delaware limited liability company, its sole member

By: Morgan Stanley Real Estate Fund IV Domestic, L.P., a Delaware limited partnership, a managing member

By: MSREF IV Domestic-GP, L.L.C., a Delaware limited liability company,

its general partner

Bv

Thomas M. Hoban, Vice President

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

I.	The name	of the	Limited	Liability	Company	is
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MSKP Ibis Partners II, L.C.C.

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System

(Name)

1200 South Pine Island Road

Florida street address (P.O. Box NOT ACCEPTABLE)

Plantation, FL 33324 (City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Comic Borga STEAM ASSESSMENT STEERING (Signature)

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

Delaware The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MSKP IBIS PARTNERS II, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF JANUARY, A.D. 2003.



Warriet Smith Hindson, Secretary of State

AUTHENTICATION: 2222472

DATE: 01-24-03

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